

CONSTITUTION AND BY-LAWS

**First Congregational United Church of Christ
Fairmont, Minnesota**

**January 30, 2017-
Revised _____,2021**

Mission of the First Congregational United Church of Christ

**Jesus answered, “Love the Lord your God with all your heart, with all your soul,
and with all your mind....
Love your neighbor as you love yourself.”**

Matthew 22:37-38

In prayerful response to the power of the Holy Spirit at work in our midst, we proclaim our mission:

To create an environment that encourages each individual to develop a personal, growing and meaningful relationship with God, through the love of Christ.

To cherish the gifts of our heritage and promise of our future as we look to restore and renew joy and trust in one another through the love of Christ.

To proclaim our faith both at home and abroad, and to spread and glorify the work of God through Christian witness.

To lovingly assist all God’s children, whatever their need, wherever they are.

To ensure that this church is a community of love and trust and that all people feel welcome.

Developed by the congregation, September 1987

Revised by the congregation, January 2000

Revised by the congregation, January 2009

Revised by the congregation, May 2015

Revised by the congregation, January 2017

FIRST CONGREGATIONAL UNITED CHURCH OF CHRIST FAIRMONT, MINNESOTA

CONSTITUTION and BY-LAWS

ARTICLE I. --- NAME

The name of this church shall be "First Congregational United Church of Christ".

ARTICLE II. --- PURPOSE

The purpose of this church shall be to worship God, to preach the gospel of Jesus Christ, and to celebrate the Sacraments; to realize Christian fellowship and unity within this church and the Church Universal; to render loving service toward all people; and to strive for righteousness, justice and peace.

ARTICLE III. --- GOVERNMENT & FELLOWSHIP

The government of this church is vested in its members, who exercise the right of control in all its affairs, subject however, to the laws of the State of Minnesota relating to corporations not for profit. It is amenable to no other ecclesiastical body, but it accepts the obligation of mutual counsel and cooperation involved in the free fellowship of the United Church of Christ and pledges itself to share its common aims and work.

ARTICLE IV. --- FAITH & COVENANT

Faith – This Church believes in the freedom and responsibility of the individual soul and the right to private judgment. All members shall have the undisturbed right to follow the work of God according to the dictates of their own conscience under the enlightenment of the Holy Spirit. It claims as its own the faith of the historic church expressed in the ancient creeds and reclaimed in the basic insights of the Protestant church reformers. It affirms the responsibility of the church in each generation to make this faith its own. In accordance with the teaching of our Lord and the practice prevailing among evangelical Christians, it recognizes two Sacraments: Baptism and the Lord's Supper – Holy Communion. The following Statement of Faith, therefore, is not a test but an expression of the spirit in which this church interprets the word of God.

STATEMENT OF FAITH

United Church of Christ Statement of Faith, In the Form of a Doxology

We believe in you, O God, Eternal Spirit,
God of our Savior Jesus Christ and our God,
and to your deeds we testify:
You call the worlds into being,
create persons in your own image,

and set before each one the ways of life and death.
You seek in holy love to save all people from aimlessness and sin.
You judge people and nations by your righteous will
declared through prophets and apostles.
In Jesus Christ, the man of Nazareth, our crucified and risen Savior,
Declared through prophets and apostles.
you have come to us
and shared our common lot,
conquering sin and death
and reconciling the world to yourself.
You bestow upon us your Holy Spirit,
creating and renewing the church of Jesus Christ,
binding in covenant faithful people of all ages,
tongues, and races.
You call us into your church
to accept the cost and joy of discipleship,
to be your servants in the service of others,
to proclaim the gospel to all the world
and resist the powers of evil,
to share in Christ's baptism and eat at his table,
to join him in his passion and victory.
You promise to all who trust you
forgiveness of sins and fullness of grace,
courage in the struggle for justice and peace,
your presence in trial and rejoicing,
and eternal life in your realm which has no end.
Blessing and honor, glory and power be unto you. Amen.

Covenant

We are united in striving to know the will of God, and in our purpose to walk in the ways of the Lord made known or to be made known to us. We hold it to be the mission of the United Church of Christ to proclaim the gospel to all people, exalting the worship of the one true God and laboring for the progress of knowledge, the promotion of justice, the reign of peace, and the realization of human unity. Depending, as did our ancestors, upon the continued guidance of the Holy Spirit to lead us into all truth, we work and pray for the transformation of the world into the kingdom of God; and we look with faith for the triumph of righteousness and the life everlasting.

ARTICLE V. --- MEMBERSHIP

1. Membership in this church shall be open to any person who has been baptized, and has been confirmed, or has made public confession of faith in Jesus Christ as Lord and Savior. In accordance with the gospel covenant which binds into a unity faithful people of all ages, tongues and races, membership is open to all.
2. Members shall pledge themselves to attend the regular worship of the church and the celebration of the Lord's Supper; to live the Christian Life; to share in the life and work of the church; to contribute to its

support and benevolences; and to seek diligently the spiritual welfare of the membership and the community.

3. Any member may, on request, be granted a letter of transfer or release. The Diaconate Board will review all such requests, addressing concerns, before forwarding them to the Pastor and Church Council for final action. The Church Secretary will then issue the appropriate letter.

4. A member whose address has long been unknown or who, for a period of two years, in spite of spiritual care, has not attended the church's worship or contributed to its support, after due notice has been given, may on recommendation of the Diaconate Board and by a vote of the Church Council, be removed from the membership roll and placed on a conditional list. If after the expiration of one year, the relationship remains unchanged, the name may be moved to the inactive rolls by a further vote of the Church Council and the person shall be so notified of the Church Council's action. Those members on the inactive roll may be moved back to the active membership roll at any time by resuming attendance or contributing time, talents or finances. Conference dues will not be paid for members currently on the inactive roll.

5. Persons who are married to members, or who have not officially joined the church yet for whatever reason, but actively participate in the life of the church will be considered Friends. These individuals will not be counted in membership numbers and Conference dues will not be paid.

ARTICLE VI. --- WORSHIP SERVICES

Services of worship shall be held at given hours each Sunday, except when temporarily suspended by vote of the Church Council. The Sacrament of the Lord's Supper shall be celebrated at such times as the Church Council may determine, but at least four times a year. The baptism of adults and the baptism or consecration of children shall be administered at such time as the minister, or, in the minister's absence, the Diaconate Board may appoint. Other services for worship, inspiration, prayer, and study may be as determined by the Church Council.

ARTICLE VII. --- GOVERNING BODY

The governing body of this church shall be the membership assembled in church meetings. The vote of a majority of members present at the meeting shall be the action of the church. A quorum shall consist of fifteen percent (15%) of the voting membership as of 31 December of the prior year.

ARTICLE VIII. --- EXECUTIVE BODY

1. Purpose and Responsibility: The Church Council shall be the executive body of this church. It shall manage the business, property and programs of the church through the elective boards, committees and officers.

It shall be the function of the Church Council to visualize the entire purpose and program of the church and recommend to the church members and to the elective boards and officers such actions as may be desirable or necessary to further said purpose and program. All officers, boards and committees shall present their plans and programs to the Church Council for their information when requested.

The Church Council shall have the authority to assign responsibilities to the elective boards and committees and shall have authority to require particular actions by all such boards and committees.

The Church Council shall have the authority to resolve differences among any officers and elective boards. In resolving differences, the Church Council shall afford each party an opportunity to be heard. Its decisions shall be binding unless one or more of the parties involved disagrees with the findings so seriously as to request the Church Council in writing that the decisions be reviewed. In such cases, the questions and decisions shall be presented to a special meeting of the Congregation by the Church Council. The Church Council shall be responsible for the development, implementation, and periodic update of long range goals and strategies for program development and modifications or additions to the building.

2. Composition – The Church Council shall be composed of the Moderator, Vice-Moderator, Past Moderator, Church Clerk, Treasurer, one At-Large member with expertise or interest in Finance who will serve a 3 year term and one member from each of 6 Elective Boards. The Pastor and the Finance Secretary shall be ex-officio members with voice without vote.

No member of the congregation other than the Church Clerk, Financial Secretary and Treasurer shall serve more than two (2) consecutive elected terms. After serving two (2) consecutive terms, the council member shall be ineligible to serve for a period of one (1) year on the council. The Church Council shall form such committees as will serve to further the purposes of the church. Any member of the Church Council may be removed from the Church Council at any annual or special meeting of the members of the church by majority vote of the members present and voting such matter, provided that written notice of such proposed action be given to members of the church in accordance with these By-Laws.

3. Meetings – Regular meetings of the Church Council shall be held each month, unless otherwise determined by the Church Council. Special meeting of the Church Council may be called by the Moderator or any four (4) members of the Church Council, upon 24 hours written notice to all members of the Church Council. The Moderator may call a meeting of previous and new Councils in January to coordinate and facilitate planning.

4. Quorum - Unless otherwise specified by these By-Laws, a quorum shall be 50% of the Church Council members for the transaction of business at any regular or special meeting of the Church Council. When a quorum of Church Council members is present in person at any meeting, the vote of a majority of those members present in person and voting shall decide any questions brought before such meeting. The act of a majority of Church Council members present in person at any meeting at which there is a quorum shall constitute the act of the entire Church Council.

5. Action in Writing – Any action which might be taken at a meeting of the Church Council may be taken without a meeting if such action is taken by written resolution signed by all members of the Church Council then in office. Action via e-mail is acceptable as long as there is a 100% response rate and the action is ratified at the next regularly scheduled Council meeting.

6. Proxy Voting – If a Board Member Representative of the Church Council is unable to attend a meeting of the Council, they may assign a Proxy to represent them at the meeting. The Proxy attendee shall announce their representation at the beginning of the meeting. The Proxy has voting authority in Council business.

7. Remote Communications – A member of the Church Council may participate in a meeting by means of conference telephone or other means of remote communications through which that member and all

members physically present at the meeting may participate with each other during the meeting. Participation in a meeting by that means constitutes presence at the meeting.

8. **Vacancies** - In case a vacancy occurs in any elected position, the Church Council may appoint a replacement upon the recommendations of the Nominating Committee. This person shall be entitled to serve in such office or on such board as a full voting member through the next December 31.

9. **Fiscal Responsibility and Authority** - Under the direction of the members of the church, the Church Council shall be responsible for the annual budget and day to day financial matters and affairs, always subject to regulations prescribed by the laws of the state of Minnesota

- The Church Council shall nominate a Church Treasurer and Financial Secretary and shall determine and budget for a salary, if any.
- The Church Council shall determine the need for an Assistant Treasurer and shall determine and budget for a salary, if any, and may make a recommendation to the Church Council.
- The Church Council shall plan for and provide an annual enlistment of the entire congregation for the support of the church budget. It shall be the duty of the Church Council to present a joint budget covering all the needs and programs of the church to a meeting of the church called expressly for this purpose and provided for elsewhere in these By-Laws.
- The books and accounts of the church shall be audited if the church received total revenue in excess of \$750,000 for its most recent fiscal year, it must file an audited financial statement prepared *in accordance with generally accepted accounting principles* ("GAAP audit").
- Church Investments: The Church Council shall report at the annual meeting of the congregation. The Council may request other members of the congregation to serve as advisory members and, at the expense of the Endowment Fund income, may provide for such professional counseling on investments or legal matters as it deems to be in the best interest of the Parsonage and Endowment Funds.
- The Church Council shall be responsible for education of the church members regarding planned giving options. They shall encourage, solicit, and receive endowment gifts.
- The Church Council shall have no power to buy, sell, mortgage, lease or transfer real property without specific authority by vote of the church.
- Members of the Church Council shall not be liable for any losses which may be incurred upon the investments of the assets of the Fund except to the extent such losses shall have been caused by bad faith or gross negligence. No member shall be personally liable as long as he/she acts in good faith and with ordinary prudence. Each member shall be liable only for his/her own willful misconduct or omissions, and shall not be liable for the acts or omissions of any other member. No member shall engage in any self-dealing or transactions with the Fund in which the member has direct or indirect financial interest and shall at all times refrain from any conduct in which his/her personal interests would conflict with the interest of the Fund.

10. Committees of the Council

A. Nominating Committee – The Church Council shall, no later than its third monthly meeting, by resolution of a majority of all Church Council members then in office, appoint a Nominating Committee to serve for a term of one (1) year. The Nominating Committee shall be composed of the Past-Moderator, who shall be the chairperson, and one (1) representative of each of the elective Boards

The Nominating Committee shall receive nominations from members of the congregation for all Boards, Committees, and delegates to Conference meetings. The Nominating Committee shall prepare a slate of officers and members to elective boards to be elected by the members of the church at an Election

Meeting. The consent of each nominee to serve, if elected, shall be secured and so reported. The Nominating Committee shall prepare a ballot, nominating at least one (1) person for each office to be filled, at the Election Meeting. Such nominations shall be printed and available at the church not later than two (2) Sundays previous to the Election Meeting. Any fifteen (15) members of the church may make similar written nominations. The ballot thus prepared shall be the official ballot at the Election Meeting. Nominations may be made from the floor provided consent of the nominee is secured. Any member may write upon one's ballot the name of an eligible person and that member shall have the right to, if elected, decline to serve

B. Personnel Committee – The Personnel Committee shall be appointed by the Church Council. The Personnel Committee shall have responsibility and authority, for the selection, assignment and compensation of staff personnel, for evaluating or obtaining performance reviews for all staff, including the Pastor. Recommendations for compensation during the next year, will be presented to the Church Council by November 1st of each year.

C. Budget Committee – The Church Council shall form a Budget Committee each year, to be composed of at least one (1) representative from each of the elective boards, the Church Treasurer and at least two (2) members at large. In preparation for development of a proposed annual budget for the church, it shall afford the various officers and elective boards an opportunity to submit suggestions and to be heard on the proposal before it is presented to the Church Council. The Treasurer, Assistant Treasurer, if any, and Financial Secretary shall be ex-officio members of the Budget Committee with voice without vote.

D. Pastoral Relations Committee – The Church Council shall appoint a Pastoral Relations Committee composed of four (4) members at large. The Pastor shall appoint one member. The Pastoral Relations Committee shall meet at least quarterly with the Pastor and serve as a sounding board for the Pastor, and to resolve issues or problems that develop in the relationship between the Pastor and the Congregation. During the first year following a Pastoral Search, the Pastoral Relations Committee shall be composed of four members of the Search Committee with the members transitioning off, one per year.

E. Pastoral Search Committee – When a vacancy occurs in the pastorate, the Church Council shall call a congregational meeting at which a representative Pastoral Search Committee shall be elected of a size previously determined by the council. The Pastoral Search Committee, after seeking the guidance of the Holy Spirit, shall with the cooperation of the Associate Conference Minister of the Minnesota Conference of the United Church of Christ and others, make a canvas of available ministers. When the Pastoral Search Committee agrees upon one who in their judgment should be called to the pastorate, will introduce him or her to the church, and at a duly called congregational meeting propose the candidate's election.

F. Other Committees – The Church Council may appoint other committees, and assign to such committees such responsibilities and duties as the Church Council may from time to time determine, including Publicity Committee, Memorial Committee, Annual Meeting Committee, and such other committees as the Church Council may deem appropriate. At least one (1) Member of the Church Council shall serve on each such committee together with such other persons who need not be members of any elective board, as the Church Council may from time to time appoint.

Committee Terms – Terms of all Council committees shall be one (1) year unless otherwise stated in these By-Laws.

ARTICLE IX. --- ELECTIVE BOARDS

Each Board shall consist of members as set forth below. One-third (1/3) of the members shall be elected annually to serve for a term of three (3) years. After serving two (2) consecutive three (3) year terms, the person shall be ineligible for re-election to that Board for a period of one (1) year. Each Board shall organize by the selection of its own chairperson, a Church Council member, its own secretary, and such other officers and sub-committees as it may ordain.

Regular meetings of each Board shall be held each month, unless otherwise determined by the Board. Special meetings of the Board may be called by the chairperson or by three (3) of the Board Members, upon four (4) days written notice to all members of the Board.

Unless otherwise specified in these By-Laws, 50% of the membership of any Board shall constitute a quorum for the transaction of business at any regular or special meeting of the Board. When a quorum of Board members is present, in person, at any meeting, the vote of a majority of those persons present in person and voting shall decide any question brought before any such meeting. The act of a majority of Board members present in person at any meeting at which there is a quorum shall constitute the act of the entire Board shall constitute an act of the entire Board.

1. Facilities Board – The Facilities Board shall consist of six (6) members.

Under the direction of the members of the church and the Church Council, the Facilities Board shall have the care and custody of the physical property of the church, always subject to regulations prescribed by the laws of the state of Minnesota. They recruit from the membership that time and talent required to carefully preserve the integrity of church property. The Board shall have no power to buy, sell, mortgage, lease or transfer real property without specific authority by vote of the church.

2. Diaconate Board – The Diaconate Board shall consist of six (6) members.

It shall be the duty of the Diaconate Board to cooperate with the Pastor in ministering to the spiritual interests of the church and community. They shall assist in the preparation and administration of Communion and Baptism. They shall be responsible for the care and custody of the Communion cloths and any other such items used for the celebration of the Lord's Supper. They shall assist in caring for the poor, the sick, the sorrowing, the indifferent and the stranger. They shall receive applications by letter or otherwise for admission to church membership and shall approve all applicants for membership on confession of faith, with respect to their fitness therefore, and assist in the formal reception of new members. They shall give attention to discipline as provided for in this constitution. They shall make an annual survey of the church rolls and submit recommendations for revisions for approval by the Church Council. They shall perform other duties and functions as may be necessary to carry out the overall spiritual ministry and life of the church.

The Diaconate Board shall appoint and be responsible for such committees, as may from time to time be required to carry out the activities and responsibilities within the jurisdiction of the Board. Members for these committees may be recruited from outside the Board.

3. Worship Board – The Worship Board shall consist of six (6) members. The Pastor, Director of Music and Organist/ Pianist shall be ex-officio members of said Board, with voice, without vote.

It shall be the duty of the Worship Board to be responsible for the coordination of all worship services, including music and decorations at services. They shall provide for ushers and greeters at services and other functions as may be necessary to carry out the over-all worship services of the Church. They shall provide for supply of the pulpit in case of vacancy and in the absence of the Pastor. They shall be responsible for the operation of the sound and video equipment used during the worship service.

4. Christian Education Board – The Christian Education Board shall consist of six (6) members.

The Christian Education Board shall have supervision and direction of the children, youth and adult education programs of the church. It shall have charge of the Church School and the Vacation Church School and teachers, officers and leaders not otherwise provided. It shall coordinate other educational aspects for social services and benevolences.

The Christian Education Board shall appoint and be responsible for such committees as may from time to time be required to carry out the activities and responsibilities within the jurisdiction of the Board. Members for these committees may be recruited from outside the Board.

5. Hospitality Board – The Hospitality Board shall consist of six (6) members.

With the cooperation of the members of the church and Church Council, the Hospitality Board shall be responsible for the care of the kitchen, related kitchen equipment, tables and chairs used in the Fellowship Hall. The Hospitality Board shall recruit from the membership that time and talent required to carefully preserve the integrity of the kitchen and Fellowship Hall.

The Board shall appoint a Funeral Service Team each year to oversee the refreshments that a family may request.

The Board shall appoint Chairperson(s) for the Harvest Festival each year.

The Hospitality Board shall appoint and be responsible for such committees, as may from time to time be required to carry out the activities and responsibilities within the jurisdiction of the Board. Members for these committees may be recruited from outside the Board.

6. Mission Board – The Mission Board shall consist of six (6) members.

It shall be the duty of this Board to promote missionary and stewardship education and giving throughout the church (including the Minnesota Conference's Our Church's Wider Mission). The Board shall cooperate with the Christian Education Board.

The Mission Board shall have responsibility and authority, subject to the Church Council, to appoint delegates from the membership of the church to all denominational and church organizations and bodies with which the church has a relationship and fellowship. The Mission Board shall require reports of all such delegates and shall from time to time report to the Church Council its committee activities and the activities and actions of delegates appointed by it. The Mission Board shall also have responsibility and authority, subject to the Church Council, to develop new and expanded programs with other churches and other Christian organizations

ARTICLE X. --- OFFICERS AND STAFF

1. Pastor – The Pastor shall be called for an indefinite time by two-thirds vote of the members present in person and voting at a meeting called for the purpose of electing a Pastor.

When a Pastor has been elected and has accepted the call, if it is mutually agreeable, the Conference to which the church belongs and/or the churches of our fellowship in the vicinity shall be invited to sit as an ecclesiastical council for the purpose of installing or recognizing the Pastor in accordance with established usages. At the first opportunity, the Pastor shall become a member of the church and of the Conference of which the church is a member.

While the term of the Pastor shall be indefinite, subject to the terms of the call agreement, the church may at any time terminate his/her services, by a two-thirds (2/3) vote of those present at a meeting called for that purpose. Termination shall be effective upon written notification to the Pastor.

In the event of the resignation, termination or death of the Pastor, the Church Council shall appoint an Interim Pastor to serve until a new Pastor has been duly called and elected.

The Pastor shall be in charge of the spiritual welfare of the church with the assistance of the Diaconate Board and shall seek to enlist followers of Christ, preach the gospel and administer the activities of the church in cooperation with the various boards and committees. The Pastor shall be an ex-officio member of all elected boards and the Church Council with voice, without vote.

2. **Moderator** – The Moderator of the church shall be a lay member of the church, who shall have previously served as Vice Moderator or member of an elective board of the church. The Moderator serves a one year term, then serves on the Council as Past Moderator.

The duties of the Moderator shall include:

Chairing the Church Council
Presiding at all business meetings

3. **Vice-Moderator** – The Vice-Moderator of the church shall be a lay member of the church, who shall have previously served as a member of an elective board of the church. The Vice-Moderator shall be elected for a term of three (3) years at the Election Meeting and shall serve in place of the Moderator in the absence of the Moderator, and shall become the Moderator in the second year of his/her term and Past-Moderator in the third year of his/her term.

4. **Past-Moderator** – The Past- Moderator shall be a lay member of the church, who shall have previously served as a member of an elective board of the church. The Past-Moderator shall be a voting member of the council and chair of the nominating committee.

5. **Clerk** – The Clerk shall be elected by the church members at the Election Meeting for a term of three (3) years. The Church Clerk shall be a member of the Church Council and serve as its secretary, with voice and vote.

The duties of the clerk shall include:

- Keeping a faithful record of the proceedings of the church
- Giving legal notice of all meeting when such notices are necessary
- Performing such other duties as are prescribed by law or as usually pertain to the office of a clerk or secretary of an assembly.

6. **Financial Secretary** – The Financial Secretary shall be elected by the church members at the Election Meeting for a term of three (3) years. The Financial Secretary shall not serve more than three consecutive terms. The Financial Secretary has voice, but not vote, on the Church Council.

The duties of the Financial Secretary shall include:

- Receiving all payments on current expenses and benevolent subscription
- Taking charge of all offerings and special contributions
- Keeping an accurate account with each subscriber
- Paying all moneys received to the proper treasury
- Taking receipts from same
- Furnishing subscribers with statements of their accounts at least three times per year: mid-year, November and year end.

7. **Treasurer** – The Treasurer shall be a lay member of the church and shall be elected for a term of three (3) years by the church members at the Election Meeting, The Treasurer shall not serve more than three consecutive terms. The Treasurer shall be a voting member of the Church Council.

The duties of the Treasurer shall include:

- Having custody of all corporate funds
- Insuring that regular books are kept
- Performing all other duties incidental to the office as determined by the Church Council

8. **Other officers** – Other officers may be elected as need shall dictate, at any regular or special meeting of the Congregation.

9. **Administrative Assistant** – The Administrative Assistant shall report to the Pastor.

The duties of the Administrative Assistant shall include, but are not limited to:

- Keeping a register with addresses of the members of the church with date and modes of their reception and removal
- Keeping a record of baptisms and marriages
- Issuing letters of transfer voted by the Diaconate and notifying the churches to which they are addressed
- Preserving, on file, all communications and written official reports
- Notifying all persons elected to offices and committees
- Other duties as outlined in the work agreement

10. **Other staff** – Other staff may be hired or contracted upon recommendation of the Personnel Committee and approval of the Church Council.

The Church Council shall review and consider all requests or suggestions for new staff positions.

11. **Line of Authority** – The Pastor shall be the senior member of the staff and shall provide general guidance and possess general authority over all members of the staff. In cases of temporary absence of the Pastor from the church, by reason of vacation, leave of absence, sickness, disability or other cause, the Moderator (with the approval of the Church Council) shall have the authority to make the assignment and designation of responsibility and authority of the Pastor.

ARTICLE XI. --- MEETINGS OF THE CONGREGATION

Meetings of the Congregation, Council, Boards and Committees may occur in person, electronically or in a hybrid model. Electronic and hybrid model meetings have the following conditions: the opportunity for simultaneous aural (spoken and heard) is possible, notice is given, and adequate instructions are available for members to participate.

1. **Annual Meeting** – The Annual Meeting shall be held on a Sunday in January of each year to receive the yearly reports of the officers and elected boards, and transact such other business as may be necessary. The prior year's Moderator shall serve as chairperson of this meeting. This meeting shall also be used to prepare plans for the ensuing church year.

2. **Election Meeting** – The Election Meeting shall be held on the second (2nd) Sunday of December of each year to elect officers and board members for the ensuing year. The Moderator shall serve as chairperson of this meeting.

Except for the Pastor, the term of office for officers and board members shall begin January 1 following the Election Meeting, but the Moderator of the prior year shall chair the Annual Meeting.

3. **Special Meetings** – Special Meetings for business shall be called by the church clerk, with the Moderator serving as chairperson of this meeting:

1. On the request of the Pastor, the Moderator, the Church Council or one of the elective boards; or
2. On written request of fifteen (15) members of the church.

If a meeting is requested by persons or an elective board as above provided, the Church Council shall establish a date for the meeting within thirty (30) days after such request. The nature of the business to be transacted and the time and place of the meeting shall be stated in the notice, which shall also state the officer, persons or elective board requesting the meeting.

4. **Notices** – Notices for the Election Meeting and special meetings shall be given as follows:

The time and place of the meeting shall be published in a newsletter or other written notice (mailed or sent electronically) to members at least seven (7) days prior to said meeting. Said notices shall be set forth in the church bulletin at a Sunday public worship service at least seven (7) days preceding said meeting. Said notices shall specify the nature of the business to be transacted.

5. **Quorum** – A quorum shall consist of fifteen percent (15%) of the members as of the prior December 31.

6. **Voting** – Unless otherwise required by law, a majority of votes cast on each question is decisive; and, unless restricted by law, all members of the church are entitled to vote. Voting on any question shall be by show of hands or voice vote unless a different method shall be established by motion adopted by a majority of those present and voting. Voting by proxy shall not be permitted.

7. **Reports** – All officers, elective boards, organizations, and committees shall report at the Annual Meeting or at such times as may be requested by the Church Council.

ARTICLE XII. --- FINANCE

1. **Offerings and Gifts** – The church shall seek support by contributions of individuals and organizations. Opportunity shall be offered to all members of the congregation to make declarations of intentions under a “Christian Enlistment Plan”.

Nonprofit organizations have unique accounting standards that require reporting contributed income in one of three categories – unrestricted, temporarily restricted, or permanently restricted. These different income classifications are determined by either the absence or the existence of donor-imposed restrictions on the use of funds.

Definitions:

Restrictions can only legally be placed on funds by their donors.

The shape and form of the restrictions are defined in the “gift instrument.” The gift instrument is the document that establishes the use of the donated funds. Examples of gift instruments include award letters from foundations and letters from individual donors.

- **Unrestricted:** These funds are free from any external restrictions and available for general use. Many individual contributions are unrestricted, as are general operating and unrestricted grants.

- **Temporarily Restricted:** These funds have donor imposed restrictions that can be fulfilled in one of two ways – passage of a defined period of time (time restriction) or by performing defined activities (purpose restriction). These funds most often come from a grant received to operate a specific program or project or individual contributions given with the intent of supporting a particular program or campaign. Funds received with a note on the memo line of the check or other short note will be placed in this category.

- **Permanently Restricted:** These funds are restricted by the donor for a designated purpose or time restriction that will never expire. The intent is that the principal balance of the contribution will remain as an investment forever, and the nonprofit will utilize the interest and investment returns, such as with an endowment. Funds received with a letter designating the purpose will be placed in this category.

The Church Treasurer shall establish and track separate accounts for Unrestricted, Temporarily Restricted and Permanently Restricted funds.

2. **Per Capita Expense** – The church will cooperate with the churches of the State Conference under what is known as “per capita dues”. Likewise there shall be included in the budget of the expenses of the church the “per-capita contribution” for the expenses of the Minnesota Conference of the UCC.

3. Endowment Fund – The Endowment Fund was established to provide a long term investment for the church.

Each year the Church Council will make a final decision in its December meeting as to the prudence of taking a positive change in value of the endowment, if any, into income. The Council's December meeting must take place prior to the Budget Committee meeting. If the Council's decision is to take a positive change in value, or any portion thereof, into income, the approximate amount will be entered in the Budget Worksheet and presented to the Budget Committee. It shall be the Budget Committee's decision whether to use the actual December 31st positive change in value amount, or the Council approved portion thereof, as income to the general fund or to be used for a specific purpose or purposes. Funds spent from the Endowment Fund are meant to supplement the church's budget, not supplant it. Funds do not have to be spent and can be left to grow the Endowment Fund.

In the event the First Congregational United Church of Christ ceases to exist either through merger or dissolution, disposition or transfer of the fund shall be, at the discretion of the church council, in conformity with the approved congregational constitution and in consultation with the Conference Minister in the Conference to which the congregation belongs at such time. Consultation with the United Church of Christ may be desirable for continuation of the Endowment Fund obligations.

4. Disposition or Transfer of Funds – In the event First Congregational United Church of Christ ceases to exist either through merger or dissolution, disposition or transfer of the General Fund shall be at the discretion of the Church Council.

ARTICLE XIII. --- AMENDMENTS

This Constitution and By-Laws may be altered or amended by two-thirds (2/3) vote of the members present and voting at any Annual Meeting of the church or at a meeting specially called for that purpose, the proposed amendments being inserted in the call.

ARTICLE XIV --- ROBERT'S RULES OF ORDER

Unless otherwise provided in previous articles, the source of parliamentary procedure shall be Robert's Rules of Order.

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